

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF MISSOURI**

NELSON GOMES, individually, derivatively)
and on behalf of all others similarly situated,)
)
)
 Plaintiff,)
v.) Case No. 4:14-00283-ODS
)
AMERICAN CENTURY COMPANIES, INC.;)
AMERICAN CENTURY INVESTMENT)
MANAGEMENT, INC.; JAMES E. STOWERS, JR.;)
JAMES E. STOWERS, III; JONATHAN S. THOMAS;)
THOMAS A. BROWN; ANDREA C. HALL; DONALD)
H. PRATT; GALE E. SAYERS; M. JEANNINE)
STRANDJORD; TIMOTHY S. WEBSTER;)
WILLIAM M. LYONS; ENRIQUE CHAN; MARK)
KOPINSKI; AND BRIAN BRADY,)
)
)
 Defendants,)
)
AMERICAN CENTURY WORLD MUTUAL)
FUND, INC., doing business as AMERICAN)
CENTURY INTERNATIONAL DISCOVERY)
FUND,)
)
 Nominal Defendant.)

JOINT PROPOSED SCHEDULING ORDER

Pursuant to the Court's Orders of July 1, 2013 and January 12, 2014, the parties hereby submit the following Joint Proposed Scheduling Order for the Court's consideration.

Background:

Prior to filing this derivative action, Plaintiff Nelson Gomes made a litigation demand on nominal defendant American Century World Mutual Funds, Inc. ("ACWMF") by service of a demand letter on its Board of Directors (the "Board"). The Board subsequently appointed a Special Subcommittee (the "Subcommittee") to evaluate that demand. That Subcommittee then retained the law firm of Shook Hardy & Bacon L.L.P. to assist it in conducting an investigation into the matters alleged by Plaintiff. Shook Hardy & Bacon, the Subcommittee and the Board all have completed their work; the Board has responded to Plaintiff's demand; and on December 23, 2014, Plaintiff's counsel received a copy of the Subcommittee's investigative report and also a letter from Board Chair James Olson denying Plaintiff's demand.

Plaintiff is studying the investigative report and, subject to that review, is likely to wish to amend his complaint. Defendants anticipate that they may wish to move to dismiss either the existing complaint (if not amended) or the amended complaint (if one is filed). The parties anticipate that limited discovery may be required to address the *Boland* issues, and thus propose limited discovery that may proceed during the pendency of any motion to dismiss.

Thus the parties propose the following schedule:

1. Plaintiff shall file any amended complaint on or before March 6, 2015.
2. Defendants shall file any motion to dismiss the amended complaint (or the original complaint if there is no amended complaint) by April 3, 2015. Plaintiff shall file any suggestions in opposition to the motion to dismiss by May 1, 2015, and Defendants shall file any reply suggestions by May 19, 2015.
3. The parties shall commence limited discovery on March 6, 2015. Such discovery shall be limited to whether the Subcommittee “was independent, acted in good faith, and followed reasonable procedures” in recommending the rejection of Plaintiff’s demand, as set forth in *Boland v. Boland*, 31 A.3d 529 (Md. 2011). The parties propose that Plaintiff be permitted to depose the two Subcommittee members (Jan Lewis and Stephen Yates). Plaintiff may also take a Fed. R. Civ. P. 30(b)(6) deposition of ACWMF, limited to the *Boland* issues referenced above. Nothing shall preclude ACWMF from designating Jan Lewis or Stephen Yates to testify on some or all such topics, in which case the Rule 30(b)(6) testimony of such individual shall be taken in the same deposition as any individual testimony of such individual. Document discovery shall be completed by May 15, 2015. Depositions shall be scheduled and completed by August 28, 2015. If the documents produced are voluminous, the parties may ask the Court to extend the deposition dates accordingly.
4. Defendants anticipate that a protective order governing materials and information provided in discovery will be necessary. Defendants shall provide a draft

- protective order to Plaintiff's counsel by February 23, 2015.
5. If necessary, any dispositive motions shall be filed by September 25, 2015, with oppositions to be filed by October 23, 2015, and replies to be filed by November 13, 2015.
 6. The parties shall make the disclosures required under Federal Rule of Civil Procedure 26(a)(1) thirty (30) days after any ruling by the Court that the case should proceed to trial on the merits of Plaintiff's derivative claims.
 7. Defendants shall not be required to file answers to the complaint or any amended complaint unless the Court rules that the case should proceed to trial on the merits of Plaintiff's derivative claims.
 8. In the event that the case is not resolved on the motions referenced above, the parties shall prepare and submit a new proposed schedule for further proceedings that are appropriate in light of the Court's rulings, such as a trial on the *Boland* issues (if not yet resolved) or discovery on the merits, dispositive motions and trial setting.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on the 23rd day of January, 2015, the foregoing was electronically filed using the CM/ECF system, which will send a notice of electronic filing to all counsel of record.

/s/ W. Perry Brandt
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